

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

BIG LOTS, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

SUPPLEMENTAL AFFIDAVIT OF SERVICE

I, Paul Pullo, depose and say that I am employed by Kroll Restructuring Administration LLC (“**Kroll**”), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On April 17, 2025, at my direction and under my supervision, employees of Kroll caused the following document to be served via First Class Mail on the Supplemental Contract Counterparties Service List attached hereto as **Exhibit A**:

- Notice of Potential Assumption and Assignment of Executory Contracts or Unexpired Leases and Cure Amount [Docket No. 511]

On April 17, 2025, at my direction and under my supervision, employees of Kroll caused the following document to be served via First Class Mail on Taylor Northeast INC, (ADRID: 29331739), 1704 Hausman Rd, Allentown, PA, 18104-9353:

- Notice of Sale, Bidding Procedures, Auction, and Sale Hearing, a copy of which has been attached hereto as **Exhibit B** (the “***Sale Notice***”)

On April 17, 2025, at my direction and under my supervision, employees of Kroll caused the following document to be served via First Class Mail on the Supplemental Litigation Parties Service List attached hereto as **Exhibit C**:

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

- Debtors' Second Motion for Entry of an Order Extending the Debtors' Time to File Notices of Removal of Claims and Causes of Action Related to the Debtors' Chapter 11 Cases [Docket No. 2196]

On April 17, 2025, at my direction and under my supervision, employees of Kroll caused the following document to be served via First Class Mail on Agree Cedar Park TX LLC, (ADRID: 29334473), Agree Limited Partnership, 32301 Woodward Ave, Royal Oak, MI, 48073-0946:

- Notice of Filing of Twenty-Fifth Post-Closing Designation Notice [Docket No. 2261]

On April 22, 2025, at my direction and under my supervision, employees of Kroll caused the following document to be served via First Class Mail on the Supplemental Eighteenth Rejection Notice Parties Service List attached hereto as **Exhibit D**:

- Eighteenth Notice of Rejection of Certain Executory Contracts and/or Unexpired Leases [Docket No. 2143]

On April 22, 2025, at my direction and under my supervision, employees of Kroll caused the following document to be served via First Class Mail on the Supplemental Nineteenth Rejection Notice Parties Service List attached hereto as **Exhibit E**:

- Nineteenth Notice of Rejection of Certain Executory Contracts and/or Unexpired Leases [Docket No. 2144]

On April 22, 2025, at my direction and under my supervision, employees of Kroll caused the following document to be served via First Class Mail on the Supplemental Twentieth Rejection Notice Parties Service List attached hereto as **Exhibit F**:

- Twentieth Notice of Rejection of Certain Executory Contracts and/or Unexpired Leases [Docket No. 2145]

On April 22, 2025, at my direction and under my supervision, employees of Kroll caused the following document to be served via First Class Mail on the Supplemental Twenty-First Rejection Notice Parties Service List attached hereto as **Exhibit G**:

- Twenty-First Notice of Rejection of Certain Executory Contracts and/or Unexpired Leases [Docket No. 2146]

[Remainder of page intentionally left blank]

On April 22, 2025, at my direction and under my supervision, employees of Kroll caused the following document to be served via First Class Mail on the Supplemental Twenty-Second Rejection Notice Parties Service List attached hereto as Exhibit H:

- Twenty-Second Notice of Rejection of Certain Executory Contracts and/or Unexpired Leases [Docket No. 2147]

On April 22, 2025, at my direction and under my supervision, employees of Kroll caused the following document to be served via First Class Mail on the Supplemental Twenty-Third Rejection Notice Parties Service List attached hereto as Exhibit I:

- Twenty-Third Notice of Rejection of Certain Executory Contracts and/or Unexpired Leases [Docket No. 2148]

On April 22, 2025, at my direction and under my supervision, employees of Kroll caused the following document to be served via First Class Mail on the Supplemental Twenty- Fourth Rejection Notice Parties Service List attached hereto as Exhibit J:

- Twenty-Fourth Notice of Rejection of Certain Executory Contracts and/or Unexpired Leases [Docket No. 2149]

On April 22, 2025, at my direction and under my supervision, employees of Kroll caused the following document to be served via First Class Mail on the InnoFin Solutions LLC, (ADRID: 30228650), 1745 Shea Center Drive, Suite 400, Highlands Ranch, CO, 80129:

- Twenty-Fifth Notice of Rejection of Certain Executory Contracts and/or Unexpired Leases [Docket No. 2150]

On April 22, 2025, at my direction and under my supervision, employees of Kroll caused the following document to be served via First Class Mail on International Business Machines Corp, (ADRID: 29464086), 1 New Orchard Road, Armonk, NY, 10504-1722:

- Twenty-Sixth Notice of Rejection of Certain Executory Contracts and/or Unexpired Leases [Docket No. 2151]

On April 22, 2025, at my direction and under my supervision, employees of Kroll caused the following document to be served via First Class Mail on the Supplemental Twenty-Seventh Rejection Notice Parties Service List attached hereto as Exhibit K:

- Twenty-Seventh Notice of Rejection of Certain Executory Contracts and/or Unexpired Leases [Docket No. 2152]

On April 22, 2025, at my direction and under my supervision, employees of Kroll caused the following document to be served via First Class Mail on the Supplemental Twenty- Eighth Rejection Notice Parties Service List attached hereto as Exhibit L:

- Twenty-Eighth Notice of Rejection of Certain Executory Contracts and/or Unexpired Leases [Docket No. 2153]

On April 22, 2025, at my direction and under my supervision, employees of Kroll caused the following document to be served via First Class Mail on the Supplemental Twenty-Ninth Rejection Notice Parties Service List attached hereto as **Exhibit M**:

- Twenty-Ninth Notice of Rejection of Certain Executory Contracts and/or Unexpired Leases [Docket No. 2154]

On April 22, 2025, at my direction and under my supervision, employees of Kroll caused the following document to be served via First Class Mail on the Supplemental Thirtieth Rejection Notice Parties Service List attached hereto as **Exhibit N**:

- Thirtieth Notice of Rejection of Certain Executory Contracts and/or Unexpired Leases [Docket No. 2155]

On April 22, 2025, at my direction and under my supervision, employees of Kroll caused the following document to be served via First Class Mail on the Supplemental Thirty-First Rejection Notice Parties Service List attached hereto as **Exhibit O**:

- Thirty-First Notice of Rejection of Certain Executory Contracts and/or Unexpired Leases [Docket No. 2156]

On April 22, 2025, at my direction and under my supervision, employees of Kroll caused the following document to be served via First Class Mail on the Supplemental Thirty-Second Rejection Notice Parties Service List attached hereto as **Exhibit P**:

- Thirty-Second Notice of Rejection of Certain Executory Contracts and/or Unexpired Leases [Docket No. 2157]

On April 25, 2025, at my direction and under my supervision, employees of Kroll caused the Sale Notice and the following document to be served via First Class Mail on Supplemental Counterparties Service List attached hereto as **Exhibit Q**:

- Notice of Proposed Assumption and Assignment of Executory Contracts or Unexpired Leases and Cure Amounts [Docket No. 683], an abridged version of the Cure Notice, a copy of which is attached hereto as **Exhibit R**.

[Remainder of page intentionally left blank]

Dated: June 20, 2025

/s/ Paul Pullo
Paul Pullo

State of New York
County of New York

Subscribed and sworn (or affirmed) to me on June 20, 2025, by Paul Pullo, proved to me on the basis of satisfactory evidence to be the person who executed this affidavit.

/s/ HERBERT BAER
Notary Public, State of New York
No 01BA6205563
Qualified in Westchester County
Commission Expires May 11, 2029

Exhibit A

Exhibit A

Supplemental Contract Counterparties Service List

Served via First Class Mail

| AddressID | Name | Address1 | City | State | Postal Code |
|-----------|---|------------------------------|----------|-------|-------------|
| 29463748 | Deloitte & Touche LLP | Rockefeller Plaza 41st Floor | New York | NY | 10112-0015 |
| 29464691 | Sedgwick Claims Management Services, Inc. | 8125 Sedgwick Way | Memphis | TN | 38125-1128 |

Exhibit B

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

BIG LOTS, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

NOTICE OF SALE, BIDDING PROCEDURES, AUCTION, AND SALE HEARING

PLEASE TAKE NOTICE that the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the District of Delaware (the “**Court**”) on September 9, 2024.

PLEASE TAKE FURTHER NOTICE that, on September 9, 2024, the Debtors filed a motion (the “**Motion**”) with the Court seeking entry of an order, among other things, approving (a) procedures for the solicitation of bids (the “**Bidding Procedures**”) in connection with (i) the proposed sale of substantially all of the Debtors’ assets to Gateway BL Acquisition, LLC (the “**Stalking Horse Bidder**”) for approximately \$760 million, consisting of \$2.5 million in cash plus the Debt Payoff Amount (as defined in the Stalking Horse APA) and the assumption of certain liabilities, subject to the submission of higher or otherwise better offers, (ii) the Sale Transaction, and (iii) the Auction,² (b) the form and manner of notice related to the Sale Transaction, and (c) procedures for the assumption and assignment of Contracts and Leases in connection with the Sale Transaction.

PLEASE TAKE FURTHER NOTICE that, on October 25, 2024, the Court entered an order (the “**Bidding Procedures Order**”) approving, among other things, the Bidding Procedures, which establish the key dates and times related to the Sale Transaction and the Auction [D.I. 612].

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion or the Bidding Procedures, as applicable.

PLEASE TAKE FURTHER NOTICE that, on October 30, 2024, the Debtors filed the Notice of Successful Bidder for the Sale of the Debtors' Assets (the “**Notice of Successful Bidder**”) designating the Stalking Horse Bidder as the Successful Bidder [D.I. 661].

Obtaining Additional Information

Copies of the Motion and the Bidding Procedures Order, as well as all related exhibits (including the Bidding Procedures) and all other documents filed with the Court, are available free of charge on the Debtors’ case information website located at <https://cases.ra.kroll.com/biglots/> or can be requested by email at BigLotsInfo@ra.kroll.com.

Important Dates and Deadlines³

1. **Bid Deadline.** The deadline to submit a Qualified Bid was **October 28, 2024 at 12:00 p.m. (prevailing Eastern Time)**.
2. **Auction.** The Auction was held on **October 30, 2024 at 10:00 a.m. (prevailing Eastern Time)** at the offices of Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, NY 10017.
3. **Auction and Sale Objections Deadline.** The deadline to file with the Court an objection to the Sale Order, the conduct of the Auction, or the Sale Transaction (collectively, the “**Sale Objections**”) is **November 6, 2024 at 4:00 p.m. (prevailing Eastern Time)** (the “**Sale Objection Deadline**”).
4. **Assumption and Assignment Objection Deadline.** The deadline for Counterparties to file with the Court an objection to the potential or proposed assumption or assignment of their Assumed Contract or Assumed Lease, the Debtors’ proposed Cure Costs, if any, or the ability of a Successful Bidder to provide adequate assurance of future performance is **November 6, 2024 at 4:00 p.m. (prevailing Eastern Time)** (the “**Assumption and Assignment Objection Deadline**”).
5. **Sale Hearing.** A hearing (the “**Sale Hearing**”) to consider the approval of Sale Transactions will be held before the Court on **November 12, 2024 at 1:30 p.m. (prevailing Eastern Time)** or such other date as determined by the Court.

Filing Objections

Sale Objections, if any, must (a) be in writing, (b) state, with specificity, the legal and factual bases thereof, (c) comply with the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules, (d) be filed with the Court no later than the Sale Objection Deadline, and (e) no later than the Sale Objection Deadline, be served on (i) counsel to the Debtors, (y) Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, NY 10017, Attn: Brian M. Resnick, Esq., Adam L. Shpeen, Esq., Stephen D. Piraino, Esq., Jonah A. Peppiatt, Esq., and Ethan Stern, Esq.

³ The following dates and deadlines may be extended by the Debtors, consistent with the terms of the DIP Credit Agreements, or the Court in accordance with the terms of the Bidding Procedures and the Bidding Procedures Order.

(notice.biglots@davispolk.com) and (z) Morris, Nichols, Arnsht & Tunnell LLP, 1201 N. Market Street, 16th Floor, Wilmington, DE 19801, Attn: Robert J. Dehney, Sr., Esq., Andrew R. Remming, Esq., Daniel B. Butz, Esq., Tamara K. Mann, Esq., and Casey B. Sawyer, Esq. (biglots.mnat@morrisnichols.com), (ii) counsel to the ABL Agent, (y) Choate, Hall & Stewart LLP, Two International Place, Boston, MA 02110, Attn: John F. Ventola, Esq. (jventola@choate.com), Jonathan D. Marshall, Esq. (jmarshall@choate.com), and Jacob S. Lang, Esq. (jslang@choate.com) and (z) Blank Rome LLP, 1201 N. Market Street, Suite 800, Wilmington, DE 19801, Attn: Regina Stango Kelbon, Esq. (regina.kelbon@blankrome.com) and Stanley Tarr, Esq. (stanley.tarr@blankrome.com), (iii) counsel to the Term Agent, (y) Otterbourg P.C., 230 Park Avenue, New York, NY 10169, Attn: Chad B. Simon, Esq. (CSimon@otterbourg.com), James V. Drew, Esq. (JDrew@otterbourg.com), and Sarah L. Hautzinger, Esq. (shautzinger@otterbourg.com) and (z) Richards, Layton & Finger, P.A., 920 N. King Street, Wilmington, DE 19801, Attn: John H. Knight, Esq. (knight@rlf.com), (iv) proposed counsel to the Committee, (y) McDermott Will & Emery LLP, One Vanderbilt Avenue, New York, NY 10017, Attn: Darren Azman, Esq. (dazman@mwe.com) and Kristin G. Going, Esq. (kgoing@mwe.com), and (z) Cole Schotz P.C., 500 Delaware Avenue, Suite 1410, Wilmington, DE 19801, Attn: Justin R. Alberto, Esq. (jalberto@coleschotz.com) and Stacy L. Newman, Esq. (snewman@coleschotz.com), (v) counsel to the Stalking Horse Bidder, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Attn: Christopher Marcus, P.C. (cmarcus@kirkland.com), Douglas A. Ryder, P.C. (douglas.ryder@kirkland.com), and Nicholas M. Adzima (nicholas.adzima@kirkland.com), and (vi) the U.S. Trustee, Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: Linda J. Casey (linda.casey@usdoj.gov).

CONSEQUENCES OF FAILING TO TIMELY ASSERT AN OBJECTION

Any party or entity who fails to timely make an objection to a Sale Transaction on or before the Sale Objection Deadline in accordance with the Bidding Procedures Order and this Notice shall be forever barred from asserting any objection to the Sale Transaction, including with respect to the transfer of the assets free and clear of all liens, claims, encumbrances, and other interests.

NO SUCCESSOR LIABILITY

The assets sold in any Sale Transaction will be free and clear of, among other things, any claim arising from any conduct of the Debtors prior to the closing of the Sale Transaction, whether known or unknown, whether due or to become due, whether accrued, absolute, contingent, or otherwise, so long as such claim arises out of or relates to events occurring prior to the closing of the Sale Transaction. Accordingly, as a result of a Sale Transaction, a Successful Bidder will not be a successor to any of the Debtors by reason of any theory of law or equity, and a Successful Bidder will have no liability, except as expressly provided in a definitive agreement reached between the Debtors and the applicable Successful Bidder, for any liens, claims, encumbrances, and other interests against or in any of the Debtors under any theory of law, including successor liability theories.

[Remainder of page intentionally left blank]

Dated: October 31, 2024
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL
LLP

/s/ Sophie Rogers Churchill

Robert J. Dehney, Sr. (No. 3578)
Andrew R. Remming (No. 5120)
Tamara K. Mann (No. 5643)
Sophie Rogers Churchill (No. 6905)
Casey B. Sawyer (No. 7260)
1201 N. Market Street, 16th Floor
Wilmington, DE 19801
Tel: (302) 658-9200
rdehney@morrisnichols.com
aremming@morrisnichols.com
tmann@morrisnichols.com
srchurchill@morrisnichols.com
csawyer@morrisnichols.com

-and-

DAVIS POLK & WARDWELL LLP

Brian M. Resnick (admitted *pro hac vice*)
Adam L. Shpeen (admitted *pro hac vice*)
Stephen D. Piraino (admitted *pro hac vice*)
Jonah A. Peppiatt (admitted *pro hac vice*)
Ethan Stern (admitted *pro hac vice*)
450 Lexington Avenue
New York, NY 10017
Tel.: (212) 450-4000
brian.resnick@davispolk.com
adam.shpeen@davispolk.com
stephen.piraino@davispolk.com
jonah.peppiatt@davispolk.com
ethan.stern@davispolk.com

*Counsel to the Debtors and Debtors in
Possession*

Exhibit C

Exhibit C

Supplemental Litigation Parties Service List
 Served via First Class Mail

| ADR ID | NAME | ADDRESS 1 | ADDRESS 2 | ADDRESS 3 | CITY | STATE | POSTAL CODE |
|----------|-------------------|-------------------------------|---------------------------|--------------------------------|-----------------|-------|-------------|
| 29326249 | BERRYMAN, DEBORAH | LAW OFFICES OF LUCAS MAGAZINE | HASKINS, ESQ., STEPHEN H. | 9020 RANCHO DEL RIO DR STE 101 | NEW PORT RICHEY | FL | 34655-5277 |
| 29339276 | DEMARIA, GINA | Address on File | | | | | |
| 29339310 | EDGER, SUMER | Address on File | | | | | |
| 29413230 | POLM, NICHOLAS | Address on File | | | | | |

Exhibit D

Exhibit D

Supplemental Eighteenth Rejection Notice Parties Service List

Served via First Class Mail

| AddressID | Name | Address1 | Address2 | City | State | Postal Code |
|-----------|---|-------------------------|-----------|----------|-------|-------------|
| 30228565 | ACESUR NORTH AMERICA INC | 2500 WESTCHESTER AVENUE | SUITE 402 | PURCHASE | NY | 10577 |
| 29463360 | Advanced Mechanical Services of Central Florida, Inc. | 601 S Lake Destiny Rd | Ste 200 | Maitland | FL | 32751-7262 |

Exhibit E

Exhibit E

Supplemental Nineteenth Rejection Notice Parties Service List

Served via First Class Mail

| ADR ID | NAME | ADDRESS 1 | ADDRESS 2 | CITY | STATE | POSTAL CODE |
|----------|--------------------------------|---------------------|---------------------|--------------|-------|-------------|
| 30228568 | ARAMARK | 2400 Market St | | Philadelphia | PA | 19103 |
| 29463477 | BitSight Technologies, Inc. | 111 Huntington Ave. | Ste 400 | Boston | MA | 02199-1700 |
| 29463479 | Bizzdesign United States, Inc. | 5 | 361 Newbury St BSMT | Boston | MA | 02115-2768 |

Exhibit F

Exhibit F

Supplemental Twentieth Rejection Notice Parties Service List

Served via First Class Mail

| ADRID | NAME | ADDRESS 1 | ADDRESS 2 | CITY | STATE | POSTAL CODE |
|----------|---------------------------------|---------------------------|-----------|---------------|-------|-------------|
| 29463486 | Blackhawk Network, Inc. | 6220 Stoneridge Mall Road | | Pleasanton | CA | 94588 |
| 29463502 | BrightView Enterprise Solutions | 980 Jolly Road | Suite 300 | Blue Bell | PA | 19422 |
| 30228574 | BrowserStack, Inc. | 4512 Legacy Dr Ste 100 | | Plano | TX | 75024-2186 |
| 30228576 | Building Air Services | 10460 68h Street North | | Pinellas Park | FL | 33782-2360 |
| 30228577 | C.H. Robinson Worldwide, Inc. | 14701 Charlson Road | | Eden Prairie | MN | 55347 |
| 30228578 | CAP Index, Inc. | 64 E Uwchlan Avenue | Suite 520 | Exton | PA | 19341 |
| 29463531 | Capstone Mechanical LLC | 755 Banfield Rd. | Unit 102 | Portsmouth | NH | 03801 |
| 30228585 | Cision US Inc. | 350 Hudson St , | | New York | NY | 10014-4504 |
| 30228586 | Cision US Inc. | 300 S Riverside Plaza | | Chicago | IL | 60606 |

Exhibit G

Exhibit G

Supplemental Twenty-First Rejection Notice Parties Service List

Served via First Class Mail

| ADRID | NAME | ADDRESS 1 | ADDRESS 2 | CITY | STATE | POSTAL CODE |
|----------|--|---------------------------|-----------|----------------|-------|-------------|
| 29463612 | CMS Payments Intelligence, Inc. | 1111 6th Ave | | San Diego | CA | 92101 |
| 30228591 | Comfortrol, Inc. | 3155 Lamb Avenue | | Columbus | OH | 43219 |
| 30228592 | Command7 | 6440 Millrock Drive, #350 | | Salt Lake City | UT | 84121 |
| 30228594 | Command7, LLC | 810 E 9400 South | | Sandy | UT | 84094 |
| 29463645 | Consolidated Maintenance Solutions, dba Authority HVAC | 1438 W Broadway Rd | Unit 211 | Tempe | AZ | 85282 |
| 30228597 | Convergent, Inc. | 505 North Angier Avenue | | Atlanta | GA | 30308 |

Exhibit H

Exhibit H

Supplemental Twenty-Second Rejection Notice Parties Service List

Served via First Class Mail

| AddressID | Name | Address1 | Address2 | City | State | Postal Code |
|-----------|---------------------------------|--------------------------|-----------|------------|-------|-------------|
| 30228597 | Convergent, Inc. | 505 North Angier Avenue | | Atlanta | GA | 30308 |
| 30228602 | Digital Mobile Innovations, LLC | 1600 International Drive | Suite 500 | McLean | VA | 22102 |
| 29463782 | Divisions Maintenance Group | 50 W 5th St | | Cincinnati | OH | 45202-3788 |
| 29463790 | Dolly, Inc. | 901 5th AVE | Suite 600 | Seattle | WA | 98104 |
| 30228606 | Estes Forwarding Worldwide, LLC | 100 Gateway Centre Pkwy | Suite 210 | Richmond | VA | 23235 |
| 30228609 | Everest Technologies, Inc. | 1105 Schrock Road | Suite 500 | Columbus | OH | 43229 |

Exhibit I

Exhibit I

Supplemental Twenty-Third Rejection Notice Parties Service List

Served via First Class Mail

| AddressID | Name | Address1 | Address2 | City | State | Postal Code |
|-----------|---------------|----------------------------|------------|-----------|-------|-------------|
| 29463304 | GoShare, Inc. | 11440 W Bernardo Ct | | San Diego | CA | 92101 |
| 30228612 | Hapag-Lloyd | 3 Ravinia Dr | Suite 1600 | Atlanta | GA | 30346 |
| 30228623 | IBM | 1 New Orchard Road Armonk, | | New York | NY | 10504-1722 |

Exhibit J

Exhibit J

Supplemental Twenty-Fourth Rejection Notice Parties Service List

Served via First Class Mail

| ADRID | NAME | Address1 | Address2 | City | State | Postal Code |
|----------|----------------------------------|--------------------------------------|-------------|----------|-------|-------------|
| 30228626 | IBM | 1 New Orchard Road | | Armonk | NY | 10504-1722 |
| 29463997 | IBM Business Consulting Services | 71 S Wacker Dr | | Chicago | IL | 60606 |
| 30228643 | iCIMS, Inc. | Bell Works 101 Crawfords Corner Road | Suite 3-100 | Holmdel | NJ | 07733 |
| 30204589 | IMPACT ANALYTICS INC. | 368, 9TH AVENUE, 11-103 | | NEW YORK | NY | 10001 |
| 30228645 | Indeed | 200 E 6TH St | | Austin | TX | 78701-3696 |

Exhibit K

Exhibit K

Supplemental Twenty-Seventh Rejection Notice Parties Service List
Served via First Class Mail

| AddressID | Name | Address1 | Address2 | City | State | Postal Code |
|-----------|---|--------------------------------------|--------------------|--------|-------|-------------|
| 30228669 | International Business Machines Corporation | IBM - Dallas | 1000 Belleview St | Dallas | TX | 75215 |
| 30228675 | International Business Machines Corporation | IBM Corporation Distribution Central | 1 New Orchard Road | Armonk | NY | 10504-1722 |

Exhibit L

Exhibit L

Supplemental Twenty-Eighth Rejection Notice Parties Service List

Served via First Class Mail

| ADRID | Name | Address1 | Address2 | Address3 | City | State | Postal Code |
|----------|---|---------------------------------|--------------|------------|--------------|-------|-------------|
| 30228693 | Mærsk Agency U.S.A., Inc. as agent for A.P. Møller-Mærsk A/S dba MÆRSK LINE | 180 Park Avenue | Building 105 | PO Box 950 | Florham Park | NJ | 07932 |
| 30228707 | MÆRSK LINE | 999 WATERSIDE DR SUITE1600 | | | NORFOLK | VA | 23510 |
| 30228720 | MAERSK SEALAND | 115 PERIMETER CENTER PL N # 300 | | | ATLANTA | GA | 30346-1249 |

Exhibit M

Exhibit M

Supplemental Twenty-Ninth Rejection Notice Parties Service List

Served via First Class Mail

| ADR ID | Name | Address1 | Address2 | City | State | Postal Code |
|----------|--|----------------------------------|-------------------|----------------|-------|-------------|
| 30228729 | Muzak LLC d/b/a Mood Media | 2100 S IH 35 Frontage Rd Ste 200 | | Austin | TX | 78704 |
| 30228731 | NASDAQ OMX Corporate Solutions, LLC | 151 West 42nd Street | Floors 26, 27, 28 | New York | NY | 10036 |
| 30228736 | OMNIA PARTNERS, LLC | 5001 Aspen Grove Drive | | Franklin | TN | 37067 |
| 30228737 | Optimizely, Inc. | 119 5th Ave | 7th floor | New York | NY | 10003 |
| 30228738 | Otis Elevator Company | 105 Fairfield Rd | | Fairfield | NJ | 07004 |
| 30228740 | Packsize, LLC | 3760 W. Smart Pack Way | | Salt Lake City | UT | 84104 |
| 29464542 | Pickup Now, Inc. | PO Box 312 | | Lewisville | NC | 27023-0312 |
| 30228749 | Pitney Bowes Global Financial Services LLC | 27 Waterview Dr | | Shelton | CT | 06484-4301 |

Exhibit N

Exhibit N

Supplemental Thirtieth Rejection Notice Parties Service List

Served via First Class Mail

| ADRID | NAME | ADDRESS 1 | ADDRESS 2 | CITY | STATE | POSTALCODE |
|----------|--------------------------------|----------------------|------------|---------------|-------|------------|
| 30228751 | PowerReviews, Inc. | 1 N. Dearborn Street | | Chicago | IL | 60602 |
| 30228752 | PR Newswire Association LLC | 200 Vesey Street | 19th Floor | New York | NY | 10281 |
| 30228755 | Progressive Leasing | 256 W. Data Drive | | Draper | UT | 84020 |
| 30228757 | R.R. Donnelley & Sons Company | 1000 WINDHAM PKY | | Bolingbrook | IL | 60490 |
| 30228758 | Raymond Storage Concepts, Inc. | 5480 Creek Road | | Cincinnati | OH | 45242 |
| 30228763 | Schindler Elevator Corporation | 20 Whippany Road | | Morristown | NJ | 07960 |
| 30228765 | Sitecore USA, Inc. | 44 Montgomery St | Ste 3340 | San Francisco | CA | 94104-4806 |

Exhibit O

Exhibit O

Supplemental Thirty-First Rejection Notice Parties Service List

Served via First Class Mail

| ADRID | NAME | ADDRESS 1 | ADDRESS 2 | ADDRESS 3 | CITY | STATE | POSTAL CODE |
|----------|--|---------------------------|-----------------------|-----------|----------------|-------|-------------|
| 30228766 | Southern Motor Carriers Association, Inc. d/b/a "SMC3" | 653 Lexington Circle | | | Peachtree City | GA | 30269 |
| 30228771 | Sprout Social, Inc. | 131 South Dearborn Street | Suite 700 | | Chicago | IL | 60603 |
| 29464783 | Terminix Commercial | 6300 Commerce Center Dr | Ste G | | Groveport | OH | 43125-1183 |
| 30228775 | Terminix Commercial | 150 Peabody Pl- Terminix | | | Memphis | TN | 38103 |
| 29464796 | The Go To Group | Pmb 600 | 12110 Sunset Hills Rd | Ste 600 | Reston | VA | 20190-5916 |
| 30228784 | THE WALDINGER CORPORATION | 8802 S 121ST St | | | La Vista | NE | 68128-552 |

Exhibit P

Exhibit P

Supplemental Thirty-Second Rejection Notice Parties Service List

Served Via First Class Mail

| ADRID | Name | Address1 | Address2 | City | State | Postal Code |
|----------|--|--------------------------------|----------|-----------------|-------|-------------|
| 30228786 | United Information Services, Inc., an EXELA Technologies company | 5105 Tollview Drive, Suite 105 | | Rolling Meadows | IL | 60008 |
| 30228787 | WALDINGER CORPORATION | 6200 Scout Trail | | Des Moines | IA | 50321 |
| 30228792 | Workfront, Inc. | 3301 N. Thanksgiving Way | Ste. 100 | Lehi | UT | 84043 |
| 30228798 | Yext, Inc. | 61 9TH Ave | | New York | NY | 10011-7001 |

Exhibit Q

Exhibit Q

Supplemental Counterparties Service List

Served via First Class Mail

| AddressID | Name | Address1 | Address2 | City | State | Postal Code |
|-----------|---|--------------------------|------------|---------------|-------|-------------|
| 29463410 | Aon Risk Consultants, Inc. | 1 Liberty Pl Ste 1000 | | Philadelphia | PA | 19103-7306 |
| 29463514 | Building Air Services | 10460 68th Street North | | Pinellas Park | FL | 33762 |
| 29464352 | Mercer | 12421 Meredith Dr | | Urbandale | IA | 50323 |
| 29464771 | Tango Analytics, LLC | 9797 Rombauer Rd | Suite #450 | Dallas | TX | 75019 |
| 29464784 | Terminix Commercial | 150 Peabody Pl | | Memphis | TN | 38103 |
| 29464785 | Terminix International Company Limited Partnership | 150 Peabody Pl- Terminix | | Memphis | TN | 38103 |
| | Terminix International Company, L.P. | 1937-A Whatley Road | | Auburn | AL | 36830 |
| 29464819 | The Terminix International Company, Limited Partnership | 5192 Southridge Pkwy | Ste 111 | Atlanta | GA | 30349-5914 |

Exhibit R

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

BIG LOTS, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

Re: D.I. 612

**NOTICE OF PROPOSED ASSUMPTION AND ASSIGNMENT OF EXECUTORY
CONTRACTS OR UNEXPIRED LEASES AND CURE AMOUNTS**

PLEASE TAKE NOTICE that the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the District of Delaware (the “**Court**”) on September 9, 2024.

PLEASE TAKE FURTHER NOTICE that, on September 9, 2024, the Debtors filed a motion (the “**Motion**”) with the Court seeking entry of an order, among other things, approving (a) procedures for the solicitation of bids in connection with the Sale Transaction and the Auction (the “**Bidding Procedures**”),² (b) the form and manner of notice related to the Sale Transaction, and (c) procedures for the assumption and assignment of Contracts and Leases in connection with the Sale Transaction (the “**Assumption and Assignment Procedures**”).

PLEASE TAKE FURTHER NOTICE that, on October 25, 2024, the Court entered an order (D.I. 612) (the “**Bidding Procedures Order**”) approving, among other things, the Bidding Procedures, which establish the key dates and times related to the Sale Transaction, the Auction, and the Assumption and Assignment Procedures.

PLEASE TAKE FURTHER NOTICE that, on **October 30, 2024 at 10:00 a.m. (prevailing Eastern Time)**, the Debtors held an Auction at the offices of Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, NY 10017.

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion or the Bidding Procedures, as applicable.

PLEASE TAKE FURTHER NOTICE that, upon the closing of the Sale Transaction, the Debtors intend to assume and assign to the Successful Bidder(s) the Proposed Assumed Contracts. A schedule listing the Proposed Assumed Contracts (the “**Proposed Assumed Contracts Schedule**”) is attached hereto and may also be accessed free of charge on the Debtors’ case information website located at <https://www.cases.ra.kroll.com/BigLots> or can be requested by email at BigLotsInfo@ra.kroll.com. In addition, the amount necessary to cure any prepetition defaults thereunder (the “**Cure Costs**”), if any, necessary for the assumption and assignment of the Proposed Assumed Contracts are set forth on the Proposed Assumed Contracts Schedule. *Each Cure Cost listed on the Proposed Assumed Contracts Schedule represents all liabilities of any nature of the Debtors arising under an Assumed Contract or Assumed Lease prior to the Petition Date, whether known or unknown, whether due or to become due, whether accrued, absolute, contingent, or otherwise, so long as such liabilities arise out of or relate to events occurring prior to the Petition Date.* Pursuant to the Assumption and Assignment Procedures, all Assumption and Assignment Objections relating to a proposed Cure Cost (a “**Cure Objection**”) must have been filed and served no later than **November 6, 2024 at 4:00 p.m. (prevailing Eastern Time)**, and a Counterparty’s failure to timely and properly file and serve its Cure Objection shall be (a) deemed to have consented to the Cure Costs (if any) set forth on the Potential Assumed Contracts Schedule (or a Supplemental Assumed Contracts Schedule, if applicable) and (b) forever barred from asserting any Cure Objection against the Debtors, the Successful Bidder, or the property of any such parties relating to such Counterparty’s Assumed Contract(s) or Assumed Lease(s).

YOU ARE RECEIVING THIS NOTICE BECAUSE YOU HAVE BEEN IDENTIFIED AS A COUNTERPARTY TO A PROPOSED ASSUMED CONTRACT. Under the terms of the Assumption and Assignment Procedures, (a) at or prior to the closing of a Sale Transaction, the Successful Bidder(s) may elect, in their sole and absolute discretion, to (i) exclude any Contract or Lease on the Proposed Assumed Contracts Schedule (as amended or supplemented) (in which case it shall become an Excluded Contract or Excluded Lease, as applicable) or (ii) include on the Proposed Assumed Contracts Schedule any Contract or Lease listed on the Potential Assumed Contracts Schedule (as amended or supplemented), by providing to the Debtors written notice of its election to exclude or include such Contract or Lease, as applicable, (b) if the Debtors or the Successful Bidder(s) identify during the pendency of the Chapter 11 Cases (before or after the closing of the applicable Sale Transaction) any Contract or Lease that is not listed on the Proposed Assumed Contracts Schedule, and such Contract or Lease has not been rejected by the Debtors, such Successful Bidder(s) may, in their sole and absolute discretion, elect by written notice to the Debtors to treat such Contract or Lease as an Assumed Contract or Assumed Lease, as applicable, and the Debtors shall seek to assume and assign such Assumed Contract or Assumed Lease in accordance with the Assumption and Assignment Procedures, and (c) following the Auction, the Debtors may, in accordance with the applicable purchase agreement, or as otherwise agreed by the Debtors and the Successful Bidder(s), at any time before the closing of the Sale Transaction, modify the previously stated Cure Costs associated with any Proposed Assumed Contract in accordance with the Assumption and Assignment Procedures. The Assumption and Assignment Procedures further provide that any Counterparty whose previously-stated Cure Cost is modified will receive notice thereof and an opportunity to file a Supplemental Assumption and Assignment Objection. **The assumption and assignment of the Contracts and Leases on the Proposed Assumed Contracts Schedule is not guaranteed**

and is subject to approval by the Court and the Debtors' or Successful Bidder's right to remove an Assumed Contract or Assumed Lease from the Proposed Assumed Contracts Schedule.

Obtaining Additional Information

Copies of the Motion and the Bidding Procedures Order, as well as all related exhibits (including the Bidding Procedures) and all other documents filed with the Court, are available free of charge on the Debtors' case information website located at <https://www.cases.ra.kroll.com/BigLots> or can be requested by email at BigLotsInfo@ra.kroll.com.

Filing Objections

Pursuant to the Assumption and Assignment Procedures, objections to the proposed assumption and assignment of an Assumed Contract or Assumed Lease (an "**Assumption and Assignment Objection**") with respect to the ability of a Successful Bidder to provide adequate assurance of future performance must (a) be in writing, (b) comply with the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules, (c) state, with specificity, the legal and factual bases thereof (including, to the extent modified from the previously stated amount, the Cure Costs), (d) by no later than **November 6, 2024 at 4:00 p.m. (prevailing Eastern Time)** (the "**Assumption and Assignment Objection Deadline**"), (i) be filed with the Court and (ii) be served on (1) counsel to the Debtors, (y) Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, NY 10017, Attn: Brian M. Resnick, Esq., Adam L. Shpeen, Esq., Stephen D. Piraino, Esq., Jonah A. Peppiatt, Esq., and Ethan Stern, Esq. (notice.biglots@davispolk.com) and (z) Morris, Nichols, Arnsht & Tunnell LLP, 1201 N. Market Street, 16th Floor, Wilmington, DE 19801, Attn: Robert J. Dehney, Sr., Esq., Andrew R. Remming, Esq., Daniel B. Butz, Esq., Tamara K. Mann, Esq., and Casey B. Sawyer, Esq. (biglots.mnat@morrisnichols.com), (2) counsel to the ABL Agent, (y) Choate, Hall & Stewart LLP, Two International Place, Boston, MA 02110, Attn: John F. Ventola, Esq. (jventola@choate.com), Jonathan D. Marshall, Esq. (jmarshall@choate.com) and (z) Blank Rome LLP, 1201 N. Market Street, Suite 800, Wilmington, DE 19801, Attn: Regina Stango Kelbon, Esq. (regina.kelbon@blankrome.com) and Stanley Tarr, Esq. (stanley.tarr@blankrome.com), (3) counsel to the Term Agent, (y) Otterbourg P.C., 230 Park Avenue, New York, NY 10169, Attn: Chad B. Simon, Esq. (CSimon@otterbourg.com), James V. Drew, Esq. (JDrew@otterbourg.com), and Sarah L. Hautzinger, Esq. (shautzinger@otterbourg.com) and (z) Richards, Layton & Finger, P.A., 920 N. King Street, Wilmington, DE 19801, Attn: John H. Knight, Esq. (knight@rlf.com), (4) proposed counsel to the Committee, (y) McDermott Will & Emery LLP, One Vanderbilt Avenue, New York, NY 10017, Attn: Darren Azman, Esq. (dazman@mwe.com) and Kristin G. Going, Esq. (kgoing@mwe.com), and (z) Cole Schotz P.C., 500 Delaware Avenue, Suite 1410, Wilmington, DE 19801, Attn: Justin R. Alberto, Esq. (jalberto@coleschotz.com) and Stacy L. Newman, Esq. (snewman@coleschotz.com), (5) counsel to the Stalking Horse Bidder, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Attn: Christopher Marcus, P.C. (cmarcus@kirkland.com), Douglas A. Ryder, P.C. (douglas.ryder@kirkland.com), and Nicholas M. Adzima (nicholas.adzima@kirkland.com), and (6) the U.S. Trustee, Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801. Attn: Linda J. Casey (linda.casey@usdoj.gov) (collectively, the "**Objection Notice Parties**").

Objections to the Sale Order, the conduct of the Auction, or the Sale Transaction, if any, must (a) be in writing, (b) state, with specificity, the legal and factual bases thereof, (c) comply with the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules, and (d) by no later than **November 6, 2024 at 4:00 p.m. (prevailing Eastern Time)** (the “**Sale Objection Deadline**”) be (i) filed with the Court and (ii) served on the Objection Notice Parties.

A hearing to consider the approval of the proposed Sale Transaction(s) will be held before the Court on **November 12, 2024 at 1:30 p.m. (prevailing Eastern Time)** or such other date as determined by the Court.

CONSEQUENCES OF FAILING TO TIMELY ASSERT AN OBJECTION

Any Counterparty to an Assumed Contract or Assumed Lease who fails to timely make an objection to the proposed assumption and assignment of such Assumed Contract or Assumed Lease, the Debtors' proposed Cure Costs or the ability of the Successful Bidder to provide adequate assurance of future performance on or before the Assumption and Assignment Objection Deadline in accordance with the Assumption and Assignment Procedures, the Bidding Procedures Order, and this Notice (or in the case of a Supplemental Assumption and Assignment Objection, by 14 days from the date of service of such Supplemental Assumption and Assignment Notice) shall be deemed to have consented to the assumption and assignment of such Assumed Contract or Assumed Lease, including with respect to the ability of the Successful Bidder(s) to provide adequate assurance of future performance and the Debtors' proposed Cure Costs, to the extent modified from the previously stated amount, and shall be forever barred from asserting any objection or claims against the Debtors, the Successful Bidder(s), or the property of any such parties relating to the assumption and assignment of such Assumed Contract or Assumed Lease (including asserting additional Cure Costs with respect to such Assumed Contract or Assumed Lease). Notwithstanding anything to the contrary in such Assumed Contract or Assumed Lease, or any other document, the Cure Costs set forth on the Proposed Assumed Contracts Schedule (as amended or supplemented) shall be controlling and will be the only amount necessary to cure outstanding defaults under the applicable Assumed Contract or Assumed Lease under section 365(b) of the Bankruptcy Code arising out of or related to any events occurring prior to the Petition Date, whether known or unknown, whether due or to become due, whether accrued, absolute, contingent, or otherwise, so long as such liabilities arise out of or relate to events occurring prior to the Petition Date.

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Dated: October 31, 2024
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL
LLP

/s/ Sophie Rogers Churchill
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*Counsel to the Debtors and Debtors in
Possession*

Due to the voluminous nature of Docket No. 683, this document has been abridged. Full copy of the document can be found at
<https://cases.ra.kroll.com/biglots/Home>